

UNITED STATES DISTRICT COURT

SOUTHERN DISTRICT OF NEW YORK

In the Matter of the Arbitration
Between

CONOPCO, INC.

Petitioner,

vs.

LORNAMEAD BRANDS, INC.,

Respondent.

Civil Action No. 07-Civ- 9458 (LBS)

ECF Case

**DECLARATION OF JOHN E. BEERBOWER IN SUPPORT OF CONOPCO'S
PETITION TO CONFIRM THE ARBITRATION AWARD**

JOHN E. BEERBOWER declares as follows:

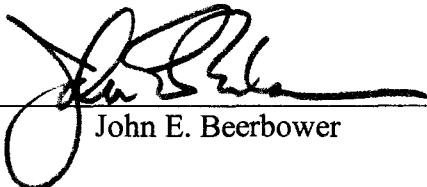
1. I am a member of the law firm of Cravath, Swaine & Moore, LLP,
counsel for Petitioner Conopco, Inc.
2. This declaration is submitted in support of Conopco's Petition to
Confirm the Arbitration Award.
3. Annexed as exhibits 1 to 4 are true and correct copies of the following:
 - a. Asset Purchase Agreement between Conopco, Inc. and
Lornamead Brands, Inc., dated March 24, 2006, and amended April 26, 2006
("Exhibit 1").
 - b. Final Determination and Award issued October 12, 2007
("Exhibit 2").

c. Letter from Jon Osborne to Paul McMahon, dated October 17, 2007 ("Exhibit 3").

d. Letter from David A. Schwartz to Alan J. Laurita, dated October 19, 2007 ("Exhibit 4").

I declare under penalty of perjury that the foregoing is true and correct.

Executed on October 23, 2007.



John E. Beerbower